



**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 7**

11201 Renner Boulevard
Lenexa, Kansas 66219

JUN 28 2018

Mark J. Steger
Clark Hill PLC
130 East Randolph Street, Suite 3900
Chicago, Illinois 60601

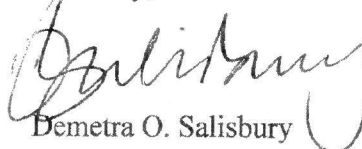
RE: First Amendment to Administrative Order on Consent
Wellman Dynamics Corporation, Creston, Iowa
EPA ID No. IAD065218737
EPA Docket No. RCRA-07-2003-0167

Dear Mark:

This letter transmits a copy of the executed First Amendment to Administrative Order on Consent. The Amendment has been signed by the Director of the Air and Waste Management Division of the U.S. Environmental Protection Agency Region 7, the EPA authorized official. The original document has been given to EPA Region 7's Regional Hearing Clerk for the official file.

If you have any questions, please contact me at (913) 551-7369 or by email at salisbury.demetra@epa.gov. Thank you for your continued diligence in this matter.

Sincerely,


Demetra O. Salisbury
Attorney

RCRA



586422

U. S. ENVIRONMENTAL PROTECTION AGENCY
REGION 7
11201 RENNER BOULEVARD
LENEXA, KANSAS 66219

IN THE MATTER OF:

WELLMAN DYNAMICS CORPORATION
1746 COMMERCE ROAD
CRESTON, IOWA 50801
IAD065218737

Proceeding under Section 3008(h) of the
Resource Conservation and Recovery Act, as
amended, 42 U.S.C. § 6928(h).

EPA Docket No.
RCRA-07-2003-0167

FIRST AMENDMENT TO ADMINISTRATIVE ORDER ON CONSENT

I. BACKGROUND

1. On August 15, 2003, the United States Environmental Protection Agency (EPA) and Wellman Dynamics Corporation (WDC) executed an Administrative Order on Consent (2003 AOC), pursuant to the authority of Section 3008(h) of the Resource Conservation and Recovery Act of 1976, as amended by the Hazardous and Solid Waste Amendments of 1984 (RCRA), 42 U.S.C. § 6901 et seq. The 2003 AOC required WDC to perform a RCRA Facility Investigation (RFI) and Corrective Measures Study (CMS) on alternatives for corrective action remedies at the facility located at 1746 Commerce Road, Creston, Iowa (the "Facility").

2. On September 13, 2016, WDC and various affiliated debtors filed a voluntary petition for reorganization under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court, Southern District of Iowa on September 13, 2016, Case No. 16-01825-als-11.

3. On March 12, 2018, the Bankruptcy Court issued a Sale Order, approving the Asset Purchase Agreement between WDC (as Debtor and Debtor in Possession) and TCTM Financial FS, LLC (TCTM) authorizing the sale of substantially all of the assets of WDC including all real property and improvements at the Facility, to TCTM.

4. On April 25, 2018, the Bankruptcy Court issued an Order, after an opportunity for public comment, approving an Environmental Settlement Agreement among WDC Acquisition LLC, the Department of Justice (on behalf of the EPA), and the Iowa Attorney General's Office (on behalf of the Iowa Department of Natural Resources and the Iowa Department of Public Health) (the "Environmental Settlement Agreement").

5. On May 7, 2018, TCTM assigned its rights under the Asset Purchase Agreement to WDC Acquisition LLC, an affiliate of TCTM.

6. On May 7, 2018, WDC Acquisition LLC acquired the assets, including the real property and improvements at the Facility, purchased by TCTM from WDC.

II. AMENDMENT

The 2003 AOC is amended as follows:

1. WDC Acquisition LLC is hereby named, and agrees to be bound, as Respondent to all terms and conditions of the 2003 AOC and any subsequently EPA-approved workplans.

2. As set forth in Paragraph 5 of the Environmental Settlement Agreement, WDC Acquisition LLC has entered into this Amended AOC assuming all of the obligations in the AOC, which obligations shall be fulfilled consistent with the terms of the Environmental Settlement Agreement.

3. Respondent and EPA agree that the remaining work to be conducted by Respondent pursuant to the 2003 AOC may be conducted in accordance with EPA's *Resource Conservation and Recovery Act Facilities Investigation Remedy Selection Track - A Toolbox for Corrective Action*, dated May 20, 2016, or as amended, as agreed to by Respondent and EPA.

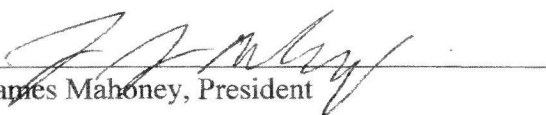
4. By entering into this First Amendment the parties do not waive any rights and/or defenses they may have under the 2003 AOC or other applicable legal authority.

This First Amendment to the 2003 AOC is effective and fully enforceable upon signature of the EPA.

The undersigned signatories for Respondent and EPA certify that they have the authority to sign this First Amendment to legally bind the respective parties to the terms contained herein. This First Amendment may be signed by EPA and Respondent in part and counterpart.

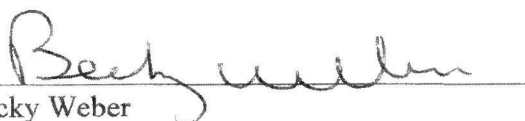
SIGNATURES

FOR THE RESPONDENT:


James Mahoney, President
WDC Acquisition, LLC

5-28-18
Date

FOR THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY


Becky Weber
Director, Air and Waste Management Division
U.S. Environmental Protection Agency, Region 7

6/6/18
Date

CERTIFICATE OF SERVICE

I certify that the First Amendment to Administrative Order on Consent for Wellman Dynamics Corporation RCRA 07-2003-0167 was sent on this day in the following manner to the addressees:

An original was hand-delivered to:

Lisa Haugen, Regional Hearing Clerk

A true and correct copy was hand-delivered to attorney for the EPA:

Demetra O. Salisbury, Region 7, Office of Regional Counsel

A true and correct copy mailed to attorney for Respondent:

Mark J. Steger
Clark Hill PLC
130 East Randolph Street,
Suite 3900
Chicago, IL 60601

4/20/2018

Date

